



BUSINESS LICENSE COMMISSION
COUNTY OF LOS ANGELES
374 KENNETH HAHN HALL OF ADMINISTRATION
500 WEST TEMPLE STREET
LOS ANGELES, CA 90012
(213) 974-7691



April 25, 2013

Alejandra Perez
La Plaza De Cultura y Artes
501 North Main Street
Los Angeles, CA 90012

MEMBERS
STEVEN AFRIAT
PRESIDENT
RENÉE CAMPBELL
VICE-PRESIDENT
SARA VASQUEZ
SECRETARY
JAMES BARGER
COMMISSIONER
SHAN LEE
COMMISSIONER

**APPLICATION FOR NOTICE OF INTENTION TO SOLICIT
AND INFORMATION CARD**

Dear Applicant:

The Business License Commission will hold a hearing on the above matter on **Wednesday, May 8, 2013 at 9:00 a.m.** in Room 374-A, 500 West Temple Street, Los Angeles, CA 90012. Your presence is requested at this hearing. If you are unable to attend you may authorize a representative to appear on your behalf. The representative must present signed and duly notarized letter giving authorization and the reasons you are unable to appear.

RIGHT TO REPRESENTATION / FOREIGN LANGUAGE SPEAKERS

You have the right to be represented at this hearing by an attorney or other individual of your choosing and at your own cost. In the absence of a representative, you must represent yourself and the hearing will proceed as scheduled.

If you require a translator, you must arrange at your own cost to have present at the hearing either **a professional/certified interpreter or other person who is fluent in both English and your native language.** If you are unable to locate an interpreter, please contact our office and you will be provided a list of interpreting services.

Parking is available at your cost; a map is enclosed for your convenience. **Please note proceedings begin promptly at 9:00 a.m. The Business License Commission reserves the right to reschedule your hearing to a later date for failure to timely appear.**

Sincerely,

STEVEN AFRIAT
President

Lupe Duron
Commission Staff

NOTE: Please photocopy both sides
and retain for your files.

RECEIVED
BOARD OF SUPERVISORS
COMMISSION SERVICES

2013 APR -8 PM 3: 09

LOS ANGELES COUNTY

NOTICE OF INTENTION TO SOLICIT

To Appeal or Solicit for
Charitable Purposes in the
UNINCORPORATED Portions of the
COUNTY OF LOS ANGELES
BUSINESS LICENSE COMMISSION
374 Kenneth Hahn Hall of Administration
500 West Temple Street
Los Angeles CA 90012
Telephone: 213/974-7691

ALL QUESTIONS MUST BE ANSWERED, PLEASE TYPE OR PRINT.

(Los Angeles County Code, Volume 3, Title 7, Chapter 7-24 requires that this Notice of Intention to be filed at least 30 days prior to beginning your solicitation or advertisement for your fund-raising activity. No advertisement or solicitation may begin until this office has issued an Information Card. "No" or "None" may be written where appropriate on this form. Additional Information may be added on separate sheets; however do not add separate sheets in lieu of answering the questions on this form.)

1. LA Plaza de Cultura y Artes (LAPCA) When organized: _____
(Full Name of Organization) Incorporated: 1/15/2002

☒ Yes No
2. 501 North Main Street, Los Angeles 90012 (213) 542-6200
(Address: Street, City and Zip Code) (Telephone - Daytime)
3. Gustavo Herrera (above address (2)) (213) 542-6244
(Name of Person in Charge of Appeal - Address and Zip Code) (Telephone - Daytime and E-mail Address) gherrera@lapca.org
4. TO CONDUCT OR SOLICIT: Dinner
(If only to solicit funds, it would be a General Appeal, if a specific event, state type of event)
5. WHERE and WHEN this fund-raising activity will be held: May 16, 2013
(If specific event, exact dates)
501 North Main Street Los Angeles, 90012
6. Solicitation/Advertisement starts _____; ends 5/16/2013
(Specific date, or when issued) (Last day of specified event)
7. SPECIFIC Purpose of this Solicitation: Fundraising for LAPCA Programs + Education
8. ANTICIPATED Gross Goal (Before deducting expenses): \$ 300,000 \$ 0 \$ 0
(LOCAL) (STATE) (NATIONAL)
9. If this solicitation or activity is conducted on behalf of another organization, give its name and address and enclose a copy of a letter of authorization from organization(s). N/A
10. Solicitation/Advertisement to be made by means of (indicate by checking below):
() Volunteer Solicitors () Box Office Sales () Posters () Bulletins
() Paid Solicitors () Telephone () Newspapers
(X) Personal Approach () Radio/Television () Mail
Other _____ methods _____ (specify):
Electronic mail, website advertisement
11. Admission: \$ 500/250 Tickets _____ Invitations _____ No. Printed _____
Numbered _____
(Please see Attachment)
SPECIFY PER PERSON
PER COUPLE
Selling prices: (Ads, cookies, etc.) _____ Cost of Carnival Tickets: _____
Games: _____ Rides: _____

12. Itemized list of ANTICIPATED expenses to be incurred in conducting this solicitation only:

Salaries	\$5,460.00	Printing Advertisement	\$1,500.00
Solicitors		Stationery/Postage	
Managers		<i>Operation</i>	\$2,000.00
Promoters		Cost of Merchandise	
Other <i>Permits</i>	\$442.00	Refreshments/Meals	\$35,000.00
Rentals	\$9,700.00	Miscellaneous:	
<i>Entertainment</i>	\$10,350.00	<i>Engineering</i> (Specify)	\$6,445.00
Telephone		ANTICIPATED TOTAL	\$70,897.00

13. a. 23.6% Percent (anticipated) of gross contributions for expenses (divide gross goal --Item No. 8-- into expenses --Item No. 12.--)
- b. 76.4% Percent (anticipated) of gross contributions to be used as specified in application (subtract percent for expenses --- 13. a. --- from 100%)
- c. N/A Percent of the proceeds to be used outside of Los Angeles County and specify where it will be use (If applicable)

NOTE: PLEASE BREAK ALL PERCENTAGES DOWN TO THE NEAREST TENTH.

14. I the signer of this Notice of Intention, attach hereto copies of the following as required:
- Articles of Incorporation and/or Bylaws of this organization (BOTH if group is incorporated)
 - Names, Titles and Terms of Offices for two Officers of this organization
 - Current Financial Statement (treasurer's report, audit, etc.)
 - A statement of any and all agreements or understandings made or had with any agent, solicitor, promoter or manager of this solicitation, or a copy of such agreement or understanding, if it is in writing.
 - Tax exemption certificate. State & Federal

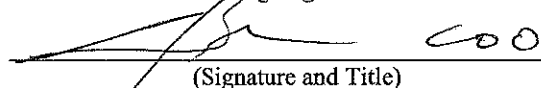
(Items a, b, c and e above must be submitted. If items c or d do not apply to your group, indicate "none")

I have read and understand the provisions of Los Angeles County Code, volume 3, Title 7, Chapter 7-24 and before authorizing any person to solicit, I will require the solicitor to read Sections 7-24-010 to 7-24-400 of said Ordinance.

Within 30 days after the completion of the solicitation, I will submit the Report of Results of Activity form to the Business License Commission, indicating all receipts and expenditures of this appeal/activity.

PLEASE PRINT NAME AND THEN SIGN. AN OFFICER OF THE ORGANIZATION MUST SIGN.

"I declare under penalty of perjury under the laws of the County of Los Angeles and the State of California that the foregoing is true and correct."


(Signature and Title)

501 N. Main Street LA, CA 90012
(Complete Address)

313 542-6244 04/04/13
Daytime Telephone Number Today's Date

NON-COMPLIANCE WITH, OR VIOLATION OF, LOS ANGELES COUNTY CODE, VOLUME 3, TITLE 7, CHAPTER 7-24, IS A MISDEMEANOR PUNISHABLE BY A FINE OR IMPRISONMENT -- OR BOTH.

IMPORTANT REMINDER: A current list of officers and a current financial statement or audit must be sent at least once annually to keep your file updated. Other documents are not necessary unless they have new or additional information, or amendments.

Please give the name and telephone number of a person that we may contact for questions regarding the "NOTICE OF INTENTION" application.

Name: Jana Johnson Telephone No. (213) 542-6234

2377787

ARTICLES OF INCORPORATION OF THE
PLAZA DE CULTURA Y ARTE FOUNDATION
(A California Nonprofit Public Benefit Corporation)

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JAN 18 2002

BILL JONES, Secretary of State

ARTICLE I.

NAME

The name of this nonprofit public benefit corporation is the "Plaza de Cultura y Arte Foundation" (the "Corporation").

ARTICLE II.

PURPOSES AND POWERS

A The Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law (Cal. Corp. Code §§ 5110 et seq.) for charitable and public purposes.

B The Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended (or any successor statute).

C The purpose of this Corporation is to engage in any lawful activity for which a corporation may be organized under such law including, but not limited to, to celebrate, promote and preserve the understanding and appreciation of the El Pueblo de Los Angeles Historical District by providing facilities and services to celebrate and display the cultural richness of its people and heritage through education, cultural, and arts programming.

///

ARTICLE III.

LIMITATION ON CORPORATE ACTIVITIES

A Notwithstanding any other provision of these Articles, the Corporation shall not, except to an insubstantial degree, engage in or carry on any other activities or exercise any powers that are not in furtherance of the purposes of the Corporation, or which are not permitted to be carried out (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended (or any successor statute), or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, as amended (or any successor statute).

B No substantial part of the activities of the Corporation shall consist of lobbying or carrying on propaganda, or otherwise attempting to influence legislation except as provided in Section 501(h) of the Internal Revenue Code of 1954, as amended, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office, except as provided in Section 501(h) of the Internal Revenue Code of 1954, as amended.

ARTICLE IV.

DIRECTORS

A The number of directors of the Corporation may be fixed by the Bylaws but shall not be less than five (5) and no more than 30 in number. The provisions governing the election and removal of the directors shall be set forth in the Bylaws.

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B The persons who are directors of the Corporation shall be its only members, and upon ceasing to be a director of the Corporation any such person shall cease to be a member hereof. The members of the Corporation shall have no liability for dues or assessments.

ARTICLE V.

INITIAL AGENT FOR SERVICE OF PROCESS

The name and address in the State of California of the Corporation's initial agent for service of process is:

Honorable Gloria Molina
Supervisor, First District
500 West Temple Street, Room 856
Los Angeles, California 90012

ARTICLE VI.

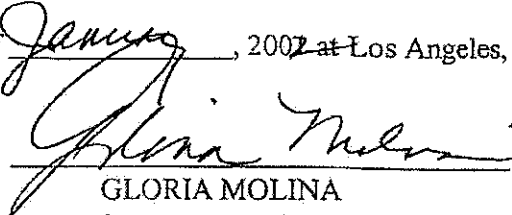
DEDICATION AND DISSOLUTION

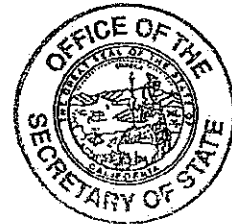
A The property of the Corporation is irrevocably dedicated to charitable and educational purposes, and no part of the net income or assets of the Corporation shall ever inure to the personal benefit of any director, officer or member thereof or to the benefit of any private person.

B Upon the dissolution or winding up of the Corporation, its assets remaining after payment or provision for payment of all debts and liabilities of the Corporation shall be distributed to the County of Los Angeles for a public purpose or to such entity designated by the Board of Supervisors of the County of Los Angeles, provided however that any such entity so designated, whether a nonprofit fund, foundation or corporation, is organized and operated exclusively for charitable purposes and has established its tax-exempt status under Section

501(c)(3) of the Internal Revenue Code, as amended (or any successor statute) and established its status under California Revenue and Taxation Code Section 23701(d) as amended (or any successor statute).

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of California, the undersigned, as incorporator of this corporation, has executed these Articles of Incorporation this 15th day of January, 2002 at Los Angeles, California.


GLORIA MOLINA
Sole Incorporator



State of California
Secretary of State

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of _____ page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JAN 07 2008

Debra Bowen

DEBRA BOWEN
Secretary of State

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

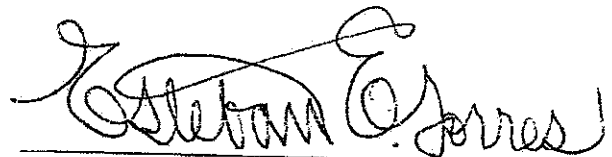
DEC 14 2007

The undersigned certify that:


1. They are Hon. Esteban Torres, Chairman of the Board and Antonia Hernandez, Secretary, respectively of Plaza de Cultura y Arte Foundation, a California corporation.
2. Article "1" of the Articles of Incorporation of this is amended to read as follow:
The name of this corporation is LA Plaza de Cultura y Artes.
3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of the members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: December 12, 2007



Hon. Esteban Torres, Chairman of the Board



Antonia Hernandez, Secretary

BYLAWS
OF THE
PLAZA DE CULTURAL Y ARTE FOUNDATION
(A California Nonprofit Public Benefit Corporation)

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BYLAWS
OF THE
PLAZA DE CULTURA Y ARTE FOUNDATION
(A California Nonprofit Public Benefit Corporation)

ARTICLE I.

NAME

The name of this nonprofit public benefit corporation is the "Plaza de Cultura y Arte Foundation", a California Nonprofit Public Benefit Corporation (hereinafter referred to as the "Corporation").

ARTICLE II.

OFFICES

Section 1. Principal Office.

The principal office for the transaction of the activities and affairs of the Corporation is located at 500 West Temple Street, Room 856, Los Angeles, California 90012, in Los Angeles County, California. The Board of Directors may change the principal office from one location to another within the County of Los Angeles. Any such change of address must be noted by the secretary on these bylaws opposite this Section; alternatively, this Section may be amended to state the new location.

Section 2. Other Offices.

Branch or subordinate offices within the County of Los Angeles may be established at any time by the Board of Directors.

ARTICLE III.

LIMITATIONS

Section 1. Charitable and Public Purposes.

The charitable and public purposes of the Corporation are as follows:

- (a) The purpose of this Corporation is to engage in any lawful activity for which a corporation may be organized under law including, but not limited to, celebrating, promoting and preserving understanding and appreciation of the El Pueblo de Los Angeles Historical District by providing facilities and services to celebrate and display the cultural richness of its people and heritage through education, cultural, and arts programming.
- (b) To provide the services required to support, facilitate, and/or encourage the completion of the Los Angeles County Plaza de Cultura y Arte including, but not limited to, restoration of the Plaza House for use as a Visitor's Center, construction of a Community Special Events Facility, construction of an Educational and Performing Arts Center, and a Performing Arts Theater and the construction, renovation and/or expansion of such other improvements as may from time to time be approved by the Board of Directors;
- (c) To provide community support for the use of the Community Special Events Facility, the Los Angeles County Plaza de Cultural y Arte and the Performing Arts Theater.
- (d) To solicit and accept contributions and funding from both public and private sources to accomplish the Corporation's purposes.

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Section 2. Non-Profit Status.

This Corporation is a nonprofit, public benefit corporation organized under the California Nonprofit Public Benefit Corporation Law (Cal. Corp. Code §§ 5110 et seq.) and is not organized for the private gain of any person.

ARTICLE IV.

DIRECTORS

Section 1. Powers.

(a) Subject to the provisions and limitations of the California Nonprofit Public Benefit Corporation Law, and subject to any limitations of the Articles of Incorporation or these Bylaws, the Corporation's activities and affairs shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board of Directors.

(b) The Board of Directors may delegate the management of the activities of the Corporation to any person or persons, a management company or committees, however composed, provided that the activities and affairs of the Corporation shall be managed, and all corporate powers shall be exercised, under the ultimate direction of the Board of Directors.

(c) Without prejudice to such general powers, but subject to the same limitations and other restrictions set forth in these Bylaws, it is hereby expressly declared that the Board of Directors shall have the following powers in addition to the other powers enumerated in these Bylaws or granted by law:

(1) To select and remove any or all the officers, agents and employees of the Corporation, prescribe powers and duties for them as may not be inconsistent with the law,

the Articles of Incorporation or these Bylaws, fix their compensation, if any, and require from them security for faithful service.

(2) To conduct, manage and control the affairs and activities of the Corporation and to make such rules and regulations therefor not inconsistent with the law, the Articles of Incorporation or these Bylaws, as they may deem to be in the best interest of the Corporation.

(3) To adopt, make and use a corporate seal and to alter the form of such seal from time to time as they may deem to be in the best interest of the Corporation.

(4) To approve all contracts in the name of the Corporation, except for those contracts necessary for the day-to-day operation of the Corporation whose authorization and payment are the responsibility of an officer or employee of the Corporation under guidelines established by the Board.

(5) To open bank accounts, borrow money and incur indebtedness for the purpose of the Corporation, and to cause to be executed and delivered therefor, in the corporate name, promissory notes, bonds, debenture, deeds of trust, mortgages, pledges, hypothecations, or other evidences of debt and securities therefor.

(6) To do all things necessary, expedient, or appropriate to the accomplishment of any of the objects and purposes for which this Corporation is formed.

Section 2. Number of Directors.

The authorized number of directors shall be five (5), unless changed by amendment of these Bylaws.

Section 3. Limitation on Term of Office

Directors shall hold office for three (3) years and until a successor has been designated and qualified; a director may serve any number of consecutive terms. Each director, including a director elected to fill a vacancy or elected at a special meeting or by written ballot, shall hold office until expiration of the term for which elected and until a successor has been elected and qualified.

Section 4. Place of Directors' Meetings.

Meetings of the Board of Directors shall be held at any place within the State of California that has been designated by resolution of the Board of Directors or in the notice of the meeting, or if not so designated, at the principal office of the Corporation.

Section 5. Organizational Meetings.

The Board of Directors shall annually hold a regular meeting for purposes of organization, election of officers, and transaction of other business.

Section 6. Other Regular Meetings.

Other regular meetings of the Board of Directors shall be held on such dates and at such times as the Board of Directors shall fix by resolution.

Section 7. Special Meetings.

(a) Special meetings of the Board of Directors for any purpose may be called at any time by the chairperson of the Board of Directors, or the secretary or any two directors.

(b) Notice of the time and place of special meetings shall be given to each director either by personal delivery of written notice, by first class mail postage prepaid, or by telephone either directly to the director or to a person at the director's office who would

reasonably be expected to communicate that notice promptly to the director, or by telegram, charges prepaid. All such notices shall be given or sent by first class mail to the director's address or telephone number as shown on the records of the Corporation. All other notices shall be delivered, telephoned or given at least 48 hours before the time set for the meeting. The notice shall state the time of the meeting, and the place if the place is other than the principal office of the Corporation.

Section 8. Quorum.

(a) A majority of the authorized number of directors shall constitute a quorum for the transaction of business. A meeting at which a quorum is initially present may continue to transact business, despite the withdrawal of directors, if any action taken or decision made is approved by at least a majority of the required quorum for that meeting.

(b) A majority of the directors present, whether or not a quorum is present, may adjourn any meeting to another time and place.

Section 9. Election.

(a) The initial directors shall be appointed by the incorporator. Thereafter, each successor Director shall be elected as prescribed herein.

(b) The chairman of the board or, if none, the president shall appoint a committee to nominate qualified candidates for election to the board at least 30 days before the date of any election of directors. The nominating committee shall make its report at least ten days before the date of election, and the secretary shall forward to each member, with the notice of the meeting required by these bylaws, a list of all candidates nominated by the committee.

(c) Persons elected as Directors shall take office upon the fifteenth (15th) day of the month following election.

Section 10. Vacancies.

(a) A vacancy or vacancies on the Board of Directors shall exist on the occurrence of any the following:

- (1) The death or resignation of any director;
- (2) The declaration by resolution of the Board of Directors of a vacancy in the office of a director who has been declared of unsound mind by an order of the court, convicted of a felony, or found by order or judgment of any court to have breached a duty under Article 3 of Chapter 2 of the California Nonprofit Public Benefit Corporation Law;
- (3) The increase of the authorized number of directors; or
- (4) The failure of the Incorporator or Board of Directors at any regular meeting at which any director or directors are to be elected, to elect the number of directors required to be elected at such meeting.

(b) Vacancies on the Board of Directors may be filled by a majority of the directors then in office, whether or not less than a quorum, or by a sole remaining director.

(c) No reduction of the authorized number of directors shall have the effect of removing any director before that director's term of office expires.

Section 11. Resignation and Removal.

(a) Subject to Section 5226 of the California Nonprofit Public Benefit Corporation Law, any director may resign by giving written notice to the chairperson or secretary of the Board of Directors. The resignation shall be effective when the notice is given unless it

specifies a later time for the resignation to become effective. If a director's resignation is effective at a later time, the Board of Directors may elect a successor to take office as of the date when the resignation becomes effective.

(b) The Board of Directors may declare vacant the office of a director for sufficient cause or reason, or of a director who has been declared of unsound mind by a final order of court, or convicted of a felony, or been found by a final order or judgment of any court to have breached any duty arising under Article 3 of Chapter 2 of the California Nonprofit Public Benefit Corporation Law.

Section 12. Committees.

(a) The Board of Directors may appoint one or more committees, each consisting of two or more directors, and delegate to such committees any of the authority of the Board of Directors except with respect to:

(1) The approval of any action for which the California Nonprofit Public Benefit Corporation Law also requires approval of the members or approval of a majority of all members (such limitation of committee action shall apply whether or not the Corporation has members);

(2) The amendment or repeal of Bylaws or the adoption of new Bylaws;

(3) The amendment or repeal of any resolution of the Board of Directors which by its express terms is not so amendable or repealable; or

(4) The appointment of other committees of the Board of Directors or the members thereof.

(b) Any such committee must be created, and the members thereof appointed, by resolution adopted by a majority of the authorized number of directors then in office, provided a quorum is present, and any such committee may be designated an Executive Committee or by such other name as the Board of Directors shall specify. The Board of Directors may appoint, in the same manner, alternate members of any committee who may replace any absent member at any meeting of the committee.

(c) The Board of Directors shall have the power to prescribe the manner in which proceedings of any such committee shall be conducted. In the absence of any such prescription, such committee shall have the power to prescribe the manner in which its proceedings shall be conducted. Unless the Board of Directors or such committee shall otherwise provide, the regular and special meetings and other actions of any such committee shall be governed by the provisions of this Article V applicable to meetings and actions of the Board of Directors. Minutes shall be kept of each meeting of each committee.

Section 13. Rights of Inspection.

Every director shall have the absolute right at any reasonable time to inspect all books, records and documents of the Corporation and to inspect the physical properties of the Corporation of which such person is a director.

Section 14. Fees and Compensation.

Directors and members of committees shall serve without compensation for their services; provided, however, such directors and members of committees may be reimbursed for expenses incurred in carrying out their respective duties.

ARTICLE V.

OFFICERS

Section 1. Designation, Election, Resignation and Vacancies.

(a) The officers of the Corporation shall be a chairperson of the Board of Directors, a secretary and a chief financial officer. The officers of the Corporation shall be chosen annually by the Board of Directors and shall serve at the pleasure of the Board of Directors. The Corporation may also have, at the discretion of the Board of Directors, one or more vice chairpersons, one or more assistant secretaries, one or more assistant financial officers, and such other officers as may be elected or appointed in accordance with the provisions of Section 2 of this Article. Any number of offices may be held by the same person except as provided in the Articles of Incorporation, in these Bylaws, and except that neither the Secretary nor the Chief Financial Officer may serve concurrently as the Chairperson of the Board of Directors.

(b) The officers of the Corporation, except such officers as may be elected or appointed in accordance with the provisions of Section 2 of this Article, shall be chosen annually by, and shall serve at the pleasure of, the Board of Directors, and shall hold their respective offices until their resignation, removal, or other disqualification from service, or until their respective successors shall be elected.

(c) Any officer may resign at any time by giving written notice to the Corporation. The resignation shall take effect as of the date the notice is received or at any later time specified in the notice and, unless otherwise specified in the notice, the resignation need not be accepted to be effective.

(d) A vacancy in any office because of death, resignation, removal, disqualification or any other cause, shall be filled by the Board of Directors; provided that such vacancies shall be filled as they occur and not on an annual basis.

Section 2. Subordinate Officers.

The Board of Directors may elect, and may empower the Chairperson to appoint, such other officers, who need not be directors of the Corporation, as the business of the Corporation may require, each of whom shall hold office for such period, have such authority and perform such duties as are provided in these Bylaws or as the Board of Directors may from time to time determine.

Section 3. Duties of Officers.

(a) **Chairperson.** The Chairperson of the Board of Directors shall preside at meetings of the Board of Directors and shall exercise and perform such powers and duties as the Board of Directors may assign from time to time. The Chairperson also shall be the chief executive officer and shall have the powers and duties which would normally be carried out by a president of a corporation.

(b) **Vice Chairperson.** In the absence or disability of the Chairperson, the Vice Chairperson, if any be appointed, in order of their rank as fixed by the Board of Directors or, if not ranked, the Vice Chairperson designated by the Board of Directors, shall perform all the duties of the Chairperson and, when so acting, shall have all the powers of, and be subject to all the restrictions upon, the Chairperson. The Vice Chairpersons shall have such other powers and perform such other duties as from time to time may be prescribed for them respectively by the Board of Directors.

(c) **Secretary.**

(1) The Secretary shall keep or cause to be kept, at the Corporation's principal office or at such other place as the Board of Directors may direct, a book of minutes of all meetings, proceedings, and actions of the Board of Directors, and its committees. The minutes of meetings shall include the time and place that the meeting was held, whether the meeting was annual, regular or special and, if special, how authorized, the notice given, the names of those present at Board of Directors and committee meetings, and the number of members present or represented at members' meetings. The Secretary shall keep or cause to be kept, at the principal office, a copy of the Articles of Incorporation and Bylaws, as amended to date.

(2) The Secretary shall keep or cause to be kept, at the Corporation's principal office or at a place determined by resolution of the Board of Directors, a record of the Corporation's directors, showing each director's name and address.

(3) The Secretary shall give, or cause to be given, notice of all meetings of the Board of Directors and of its committees required by these Bylaws to be given.

(4) The Secretary shall keep the corporate seal in safe custody and shall have such other powers and perform such other duties as the Board or the Bylaws may prescribe.

(d) **Chief Financial Officer.**

(1) The Chief Financial Officer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the Corporation's properties and business transactions. The accounts of the Corporation shall be audited annually by a licensed Certified Public Accounting firm which shall prepare an audited financial statement.

The Chief Financial Officer shall send, or cause to be given to the directors, such financial statements and reports as are required to be given by law, by these Bylaws, or by the Board of Directors. The books and accounts shall be open to inspection by any director at all reasonable times.

(2) The Chief Financial Officer shall deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the Corporation with such depositories as the Board of Directors may designate, shall disburse the Corporation's funds as the Board may order, shall render to the Board of Directors and its Chairperson, when requested, an account of all transactions as Chief Financial Officer and of the financial condition of the Corporation, and shall have such other powers and perform such other duties as the Board of Directors or the Bylaws may prescribe.

ARTICLE VI.

INDEMNIFICATION OF CORPORATION AGENTS

Section 1. Right of Indemnification.

(a) For purposes of this Section, the term "agent" is used as defined in Section 5238 of the California Corporations Code (or any successor statute); the term "proceeding" means any threatened, pending or completed action or proceeding, whether civil, criminal, administrative or investigative; and the term "expenses" includes but is not limited to attorneys' fees and any expenses of establishing indemnification under this section.

(b) To the fullest extent permitted by applicable law, the Corporation shall defend, reimburse, indemnify and hold harmless each agent, who is or has been a party or is threatened to be made a party to any proceeding, by reason of the fact that such person is or has

been an agent of the Corporation, against all expenses, judgments, fines, settlements, costs, damages and other amounts actually and reasonably incurred in connection with such proceeding, if such person acted in good faith and such person reasonably believed to be in the best interests of the Corporation and if, in the case of a criminal proceeding, such person had no reasonable cause to believe his or her conduct to be unlawful. The termination of any proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent shall not, in and of itself, create a presumption that the person did not act in good faith and in a manner which the person reasonably believed to be in the best interests of the Corporation or that the person had reasonable cause to believe that his or her conduct was unlawful. Indemnification as provided above shall be made by the Corporation only if authorized in a specific case, upon a determination that indemnification of the agent is proper in the circumstances because the agent has met the applicable standard of conduct set forth herein, or in applicable law, by a majority vote of a quorum consisting of Directors who are not parties to such proceeding, or by the court in which such proceeding is or was pending upon application made by the Corporation or the agent or the attorney or other person rendering services in connection with the defense, whether or not such application by the agent, attorney or other person is opposed by the Corporation.

(c) Notwithstanding the foregoing, no indemnification shall be made under this Section in respect to any claim, issue or matter as to which the person seeking indemnity shall have been adjudged to be liable to the Corporation in the performance of such person's duty to the Corporation, unless and only to the extent that the court in which such proceeding is or was pending shall determine upon application that, in view of all the circumstances of the case,

such person is fairly and reasonably entitled to indemnity for such expenses as the court shall determine.

(d) To the extent that an agent of the Corporation has been successful on the merits in defense of any proceeding referred to above, or in defense of any claim, issue or matter therein, the agent shall be indemnified against costs and expenses actually and reasonably incurred by the agent in connection therewith.

(e) Expenses incurred in defending any proceeding may be advanced by the Corporation prior to the final disposition of such proceeding upon receipt of an undertaking by or on behalf of the agent to repay such amount unless it shall be determined ultimately that the agent is entitled to be indemnified as authorized in this Section or by applicable law.

(f) No indemnification or advance shall be made under this Section in any circumstances where:

(1) It appears that indemnity would be inconsistent with a provision of the Articles of Incorporation of the Corporation, these Bylaws, or any agreement in effect at the time of the accrual of the alleged cause of action asserted in the proceeding in which the expenses were incurred or other amounts were paid, which prohibits or otherwise limits indemnification; or

(2) It would be inconsistent with any conditions expressly imposed by a court in approving a settlement.

(g) The right of indemnification provided in this Section shall inure to the benefit of each person referred to in this Section, whether or not the claim asserted against such person is based on matters which arose in whole or in part prior to adoption of this Section and in

the event of such person's death, shall extend to such person's legal representatives. The right of indemnification provided in this Section shall not be exclusive of any other rights to which such person, or any other individual, may be entitled as a matter of law (including, without limitation, such person's rights under Section 5238 of the California Corporations Code), or under any agreement, vote of Directors or otherwise.

(h) This Section does not apply to any proceeding against any trustee, investment manager or other fiduciary of any employee benefit plan in such person's capacity as such, even though such person may be an agent of the Corporation (as defined in subsection (a) above).

Section 2. Insurance.

(a) The Corporation shall have the right to purchase and maintain insurance to the fullest extent permitted by law on behalf of its officers, directors, employees, members and/or other agents against any liability asserted against or incurred by any officer, director, employee, member or agent in such capacity or arising out of the officer's, director's, employee's, member's, or agent's, status as such.

ARTICLE VII.

EMERGENCY PROVISIONS

Section 1. Emergency Meetings.

(a) During any emergency resulting from an attack on the United States or during the existence of any catastrophe, or other similar emergency condition, as a result of which a quorum of the Board of Directors or of the Executive Committee, if any, cannot readily be convened for action, a meeting of the Board of Directors or of said committee may be called

by any officer or director. Such notice need be given only to such of the directors or committee members, of the committee, as the case may be, as it may be feasible to reach at the time and by such means as may be feasible at the time including, without limitation, publication or radio.

(b) The director or directors in attendance at the emergency meeting of the Board of Directors, and the member or members of the Executive Committee, if any, shall constitute a quorum. If none are in attendance at the meeting, the officers or other persons designated on a list approved by the Board of Directors before the emergency, all in such order of priority and subject to such conditions and for such period of time (not longer than reasonably necessary after the termination of the emergency) as may be provided in the resolution approving the list, shall, to the extent required to provide a quorum at any meeting of the Board of Directors or of the Executive Committee, be deemed directors or members of the committee, as the case may be, for such meetings.

Section 2. Lines of Succession/Offices.

The Board, either before or during any such emergency identified in this Article, may provide, and from time to time modify, lines of succession in the event that during such emergency any or all officers or agents of the Corporation shall for any reason be rendered incapable of discharging their duties. The Board of Directors, either before or during any such emergency, may, effective in the emergency, change the principal office or designate several alternative offices or authorize the officers so to do.

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ARTICLE VIII.

RECORDS AND INSPECTION

Section 1. Maintenance of Records.

(a) The Corporation shall keep and maintain:

(1) Correct and complete books and records of account, including financial statements and quarterly balance sheets, in a manner consistent with generally accepted accounting principles, and prepare an annual report, a copy of which shall be delivered to each requesting member or director;

(2) Written minutes of the proceedings of the Board of Directors and its committees; and

(3) A record of the names and addresses of each director, officer and agent of the Corporation.

(b) The Corporation shall keep at its principal office the original or copy of the Articles of Incorporation and Bylaws, as amended to date, which shall be open to inspection by the members at all reasonable times during office hours.

Section 2. Inspection.

On written demand any director may inspect, copy and make extracts of the accounting books and records and the minutes of the proceedings of the Board of Directors and its committees at any reasonable time for a purpose reasonably related to the director's interest as a director. Any such inspection and copying may be made in person or by the director's agent or attorney.

ARTICLE IX.

ANNUAL REPORT AND STATEMENT

Section 1. Preparation and Contents.

(a) The Board of Directors shall cause an annual report to be prepared by the Chief Financial Officer no later than ninety (90) days after the end of the Corporation's fiscal year. That report shall contain the following information, in appropriate detail, for the fiscal year:

(1) The assets and liabilities, including the trust funds, of the Corporation as of the end of the fiscal year.

(2) The principal changes in assets and liabilities, including trust funds.

(3) The revenue or receipts of the Corporation, both unrestricted and restricted, to particular purposes.

(4) The expenses or disbursements of the Corporation for both general and restricted purposes.

(b) The annual report shall be accompanied by any report of independent accountants, if any, or, if there is no such report, by the certificate of an authorized officer of the Corporation that such statements were prepared without audit from the Corporation's books and records.

Section 2. Distribution.

The annual report shall be distributed to the directors, within 120 days after the end of the Corporation's fiscal year.

ARTICLE X.

CONSTRUCTION, DEFINITIONS AND AMENDMENTS

Section 1. Construction and Definitions

Unless the context requires otherwise, the general provisions, rules of construction and definitions in the California Nonprofit Public Benefit Corporation Law shall govern the construction of these Bylaws. Without limiting the generality of the preceding sentence, the masculine gender includes the feminine and neuter, the singular includes the plural, the plural includes the singular, and the term "person" includes both a legal entity and natural person.

Section 2. Amendments.

(a) Subject to the limitations set forth in these Bylaws, the Board of Directors may adopt, amend or repeal the Bylaws.

(b) New bylaws may be adopted, or these Bylaws may be amended or repealed, by approval of four-fifths of the directors.

(c) The Board of Directors may not adopt, amend or repeal any Bylaws that would:

(1) Allow any director to hold office by designation or selection rather than by election; or

(2) Increase the quorum for meetings of the Board of Directors.

(3) Extend the term of a director beyond that for which the director was elected.

[End of the Bylaws]

SECRETARY'S CERTIFICATE

OF ADOPTION OF THE BYLAWS

PLAZA DE CULTURA Y ARTE FOUNDATION

(A California Nonprofit Public Benefit Corporation)

I DO HEREBY CERTIFY that I am the duly elected and acting Secretary of the Plaza de Cultura y Arte Foundation and that the foregoing Bylaws, comprising twenty (20) pages, constitute the Bylaws of the Plaza de Cultura y Arte Foundation as duly adopted by the Board of Directors thereof at its meeting of APRIL 18, 2002.

Executed this 6 day of May, 2002 at Los Angeles, California.


Secretary,
Plaza de Cultura y Arte Foundation

State of California
Secretary of State

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of _____ page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JAN 07 2008

Debra Bowen

DEBRA BOWEN
Secretary of State

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

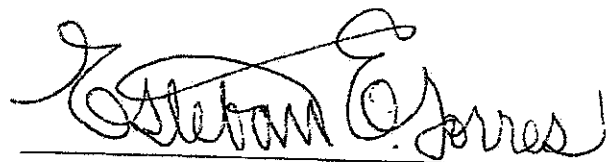
DEC 14 2007

The undersigned certify that:

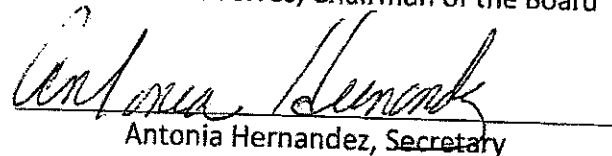
1. They are Hon. Esteban Torres, Chairman of the Board and Antonia Hernandez, Secretary, respectively of Plaza de Cultura y Arte Foundation, a California corporation.
2. Article "1" of the Articles of Incorporation of this is amended to read as follow:
The name of this corporation is LA Plaza de Cultura y Artes.
3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of the members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: December 12, 2007



Hon. Esteban Torres, Chairman of the Board



Antonia Hernandez, Secretary

2377787

ARTICLES OF INCORPORATION OF THE
PLAZA DE CULTURA Y ARTE FOUNDATION
(A California Nonprofit Public Benefit Corporation)

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JAN 18 2002

BILL JONES, Secretary of State

ARTICLE I.

NAME

The name of this nonprofit public benefit corporation is the "Plaza de Cultura y Arte Foundation" (the "Corporation").

ARTICLE II.

PURPOSES AND POWERS

A The Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law (Cal. Corp. Code §§ 5110 et seq.) for charitable and public purposes.

B The Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended (or any successor statute).

C The purpose of this Corporation is to engage in any lawful activity for which a corporation may be organized under such law including, but not limited to, to celebrate, promote and preserve the understanding and appreciation of the El Pueblo de Los Angeles Historical District by providing facilities and services to celebrate and display the cultural richness of its people and heritage through education, cultural, and arts programming.

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ARTICLE III.

LIMITATION ON CORPORATE ACTIVITIES

A Notwithstanding any other provision of these Articles, the Corporation shall not, except to an insubstantial degree, engage in or carry on any other activities or exercise any powers that are not in furtherance of the purposes of the Corporation, or which are not permitted to be carried out (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended (or any successor statute), or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, as amended (or any successor statute).

B No substantial part of the activities of the Corporation shall consist of lobbying or carrying on propaganda, or otherwise attempting to influence legislation except as provided in Section 501(h) of the Internal Revenue Code of 1954, as amended, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office, except as provided in Section 501(h) of the Internal Revenue Code of 1954, as amended.

ARTICLE IV.

DIRECTORS

A The number of directors of the Corporation may be fixed by the Bylaws but shall not be less than five (5) and no more than 30 in number. The provisions governing the election and removal of the directors shall be set forth in the Bylaws.

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B The persons who are directors of the Corporation shall be its only members, and upon ceasing to be a director of the Corporation any such person shall cease to be a member hereof. The members of the Corporation shall have no liability for dues or assessments.

ARTICLE V.

INITIAL AGENT FOR SERVICE OF PROCESS

The name and address in the State of California of the Corporation's initial agent for service of process is:

Honorable Gloria Molina
Supervisor, First District
500 West Temple Street, Room 856
Los Angeles, California 90012

ARTICLE VI.

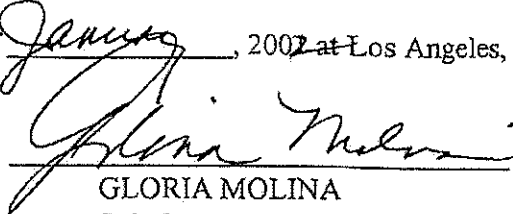
DEDICATION AND DISSOLUTION

A The property of the Corporation is irrevocably dedicated to charitable and educational purposes, and no part of the net income or assets of the Corporation shall ever inure to the personal benefit of any director, officer or member thereof or to the benefit of any private person.

B Upon the dissolution or winding up of the Corporation, its assets remaining after payment or provision for payment of all debts and liabilities of the Corporation shall be distributed to the County of Los Angeles for a public purpose or to such entity designated by the Board of Supervisors of the County of Los Angeles, provided however that any such entity so designated, whether a nonprofit fund, foundation or corporation, is organized and operated exclusively for charitable purposes and has established its tax-exempt status under Section

501(c)(3) of the Internal Revenue Code, as amended (or any successor statute) and established its status under California Revenue and Taxation Code Section 23701(d) as amended (or any successor statute).

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of California, the undersigned, as incorporator of this corporation, has executed these Articles of Incorporation this 15th day of January, 2002 at Los Angeles, California.


GLORIA MOLINA
Sole Incorporator





501 North Main Street, Los Angeles, CA 90012
www.lapca.org
T. 213 542-6200 F. 213 542-6272

RE: LA PLAZA DE CULTURA Y ARTES, **Officers**

1. Gustavo Herrera, Chief Operating Officer
Term: Unspecified contract term
2. Jewel Johnson, Senior Management Officer
Term: Unspecified contract term



Department of the Treasury
Internal Revenue Service

P.O. Box 2508
Cincinnati OH 45201

In reply refer to: 0248567572
Nov. 02, 2010 LTR 4168C E0
75-3059288 000000 00

00014406
BODC: TE

PLAZA DE CULTURA Y ARTE FOUNDATION
% LOS ANGELES
501 N MAIN ST
LOS ANGELES CA 90012-2828

101660

Employer Identification Number: 75-3059288
Person to Contact: Ms. Mueller
Toll Free Telephone Number: 1-877-829-5500

Dear Taxpayer:

This is in response to your Oct. 22, 2010, request for information regarding your tax-exempt status.

Our records indicate that you were recognized as exempt under section 501(c)(3) of the Internal Revenue Code in a determination letter issued in July 2002.

Our records also indicate that you are not a private foundation within the meaning of section 509(a) of the Code because you are described in section(s) 509(a)(1) and 170(b)(1)(A)(vi).

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

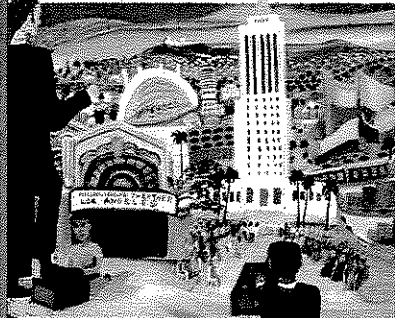
Please refer to our website www.irs.gov/eo for information regarding filing requirements. Specifically, section 6033(j) of the Code provides that failure to file an annual information return for three consecutive years results in revocation of tax-exempt status as of the filing due date of the third return for organizations required to file.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely yours,

Michele M. Sullivan, Oper. Mgr.
Accounts Management Operations I

THE CITY OF DREAMS TRIBUTE DINNER



"From Shoe Shine Boy to Mayor of Los Angeles" The City of Dreams
Illustrations by Diego Cardoso

LA PLAZA
LA PLAZA DE CULTURA Y ARTES

Sponsorships

Presenting Chair – \$100,000

- Opportunity to provide welcome remarks during program
- LA Plaza Corporate Council Co-Chair Membership for 3 years
- Two premium tables of 10
- Multi-media logo recognition as premier sponsor on invitation, website, and during program
- Inside front cover full-page ad and mention in tribute journal
- Product placement opportunity
- Logo placement on Step & Repeat backdrop at event
- Twenty passes to Chairman's private reception
- Exclusive photo opportunity with honoree and presenters
- Membership to LA Plaza for one year for 20 guests
- Exclusive tour of LA Plaza's exhibitions

Co-Chair – \$50,000

- Two preferred tables of 10
- Multi-media logo recognition during program
- Inside back cover full-page ad and mention in tribute journal
- Product placement opportunity
- Logo placement on Step & Repeat backdrop at event
- Fifteen passes to Chairman's private reception
- Photo opportunity with honoree and presenters
- Membership to LA Plaza for one year for 10 guests
- Priority reservations for group tours and lectures

Corporate Council – \$35,000

Líderes/Leaders

- All *Pobladores* level benefits (see below)
- Private showings of exhibitions
- Branding recognition for one exhibit
- All standard benefits of Corporate Council membership

Corporate Council – \$25,000

Innovadores/Innovators

- All *Patrones* level benefits (see below)
- Branding recognition for one public program
- All standard benefits of Corporate Council membership

Pobladores/Founders of – \$10,000 Los Angeles

- Preferred table of 10
- Multi-media logo recognition during event
- Ten passes to Chairman's private reception
- Full-page ad and mention in tribute journal
- Photo opportunity with honorees and presenters
- Subscription to LA Plaza's quarterly newsletter
- Priority reservations for group tours and lectures

Patrones / Benefactor - \$5,000

- One table of 10
- Multi-media logo recognition during event
- Five passes to Chairman's private reception
- Half-page ad in tribute journal

Compañeros/ Partners- \$2,500

- One table of 10
- Quarter-page ad in tribute journal

Program Advertisement

Full Page Ad - \$1,000

Half Page Ad - \$500

Quarter Page Ad - \$250

Purchase Tickets Online:

www.lapca.org

Individual Tickets - \$500

Non-Profit Tickets - \$250